

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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:  
IN RE BANK OF AMERICA CORP.  
SECURITIES, DERIVATIVE, AND  
EMPLOYEE RETIREMENT INCOME  
SECURITY ACT (ERISA) LITIGATION  
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Master File No. 09 MD 2058 (PKC)  
:  
ECF CASE  
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THIS DOCUMENT RELATES TO:

The Consolidated Securities Action  
:  
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**DECLARATION OF STEVEN B. SINGER  
IN SUPPORT OF LEAD PLAINTIFFS'  
MOTION FOR PARTIAL SUMMARY JUDGMENT**

I, STEVEN B. SINGER, hereby declare as follows:

1. I am a partner in the law firm of Bernstein Litowitz Berger & Grossmann LLP, Co-Lead Counsel for Lead Plaintiffs. I respectfully submit this Declaration in support of Lead Plaintiffs' Motion for Partial Summary Judgment.

2. Attached hereto are true and correct copies of the following:

| <b><u>Exhibit</u></b> | <b><u>Description</u></b>                                                         |
|-----------------------|-----------------------------------------------------------------------------------|
| 1                     | Excerpts from Deposition Transcript of John A. Thain, dated March 22, 2012.       |
| 2                     | Excerpts from Deposition Transcript of Kenneth D. Lewis, dated March 27, 2012.    |
| 3                     | Plaintiffs' Exhibit 277 (BAC-502-WLRK 00012898-903).                              |
| 4                     | Excerpts from Deposition Transcript of Jeffrey J. Brown, dated February 15, 2012. |
| 5                     | Excerpts from Deposition Transcript of Gregory M. Curl, dated January 22, 2012.   |
| 6                     | Excerpts from Deposition Transcript of David M. Belk, dated January 27, 2012.     |

| <b><u>Exhibit</u></b> | <b><u>Description</u></b>                                                                                                            |
|-----------------------|--------------------------------------------------------------------------------------------------------------------------------------|
| 7                     | Excerpts from Deposition Transcript of Gregory J. Fleming, dated February 23, 2012.                                                  |
| 8                     | Plaintiffs' Exhibit 564 (BAC-ML-CL00487850-852).                                                                                     |
| 9                     | Plaintiffs' Exhibit 51 (UR-BAC-ML-NYAG00003747-761).                                                                                 |
| 10                    | Excerpts from Deposition Transcript of Charles K. Gifford, dated December 8, 2011.                                                   |
| 11                    | Plaintiffs' Exhibit 197 (BAC-ML-NYAG00017725-747).                                                                                   |
| 12                    | Bank of America Corp. Press Release, dated September 15, 2008 (BAC-ML-NYAG10069116-120).                                             |
| 13                    | Plaintiffs' Exhibit 568 (BAC-SEC-LIT00177201-218).                                                                                   |
| 14                    | Plaintiffs' Exhibit 584 (BAC-ML-NYAG00309887-899).                                                                                   |
| 15                    | Excerpts from Joint Definitive Proxy Statement filed by Bank of America Corp. and Merrill Lynch & Co., Inc., filed November 3, 2008. |
| 16                    | Excerpts from Deposition Transcripts of Neil A. Cotty, dated March 15-16, 2012.                                                      |
| 17                    | Excerpts from Deposition Transcripts of Joe L. Price, dated April 5-6, 2012.                                                         |
| 18                    | Plaintiffs' Exhibit 235 (BAC-ML-NYAG10003552-555).                                                                                   |
| 19                    | Plaintiffs' Exhibit 135 (UR-BAC-ML-DE00009948-950).                                                                                  |
| 20                    | Plaintiffs' Exhibit 238 (BAC-ML-NYAG 80088736-742).                                                                                  |
| 21                    | Excerpts from Merrill Lynch & Co., Inc. 2006 Annual Report on Form 10-K, filed February 26, 2007.                                    |
| 22                    | Excerpts from Merrill Lynch & Co., Inc. Quarterly Report on Form 10-Q, filed May 6, 2008 (BAC-ML-NYAG60001988, -989, -993).          |
| 23                    | Excerpts from Merrill Lynch & Co., Inc. Quarterly Report on Form 10-Q, filed August 5, 2008 (BAC-ML-NYAG00478400, -403).             |
| 24                    | Plaintiffs' Exhibit 227 (BAC-ML-NYAG00013122).                                                                                       |
| 25                    | Plaintiffs' Exhibit 244 (BAC-ML-NYAG00435356-401; and native file).                                                                  |
| 26                    | Plaintiffs' Exhibit 12 (BAC-ML-NYAG70303319-462).                                                                                    |

| <b><u>Exhibit</u></b> | <b><u>Description</u></b>                                                                                                                                                                           |
|-----------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 27                    | Excerpts from Plaintiffs' Exhibit 390 (BAC-502-WLRK 00058429, -430, -434, -435).                                                                                                                    |
| 28                    | Excerpts from Deposition Transcript of Brian Moynihan, dated March 9, 2012.                                                                                                                         |
| 29                    | Plaintiffs' Exhibit 397 (BAC-502-WLRK 00002131-133).                                                                                                                                                |
| 30                    | Plaintiffs' Exhibit 274 (BAC-ML-NYAG70144492-493).                                                                                                                                                  |
| 31                    | Plaintiffs' Exhibit 543 (BAC-ML-NYAG00817459).                                                                                                                                                      |
| 32                    | Excerpts from Plaintiffs' Exhibit 278 (Excerpts from Merrill Lynch & Co., Inc. Quarterly Report on Form 10-Q, filed November 5, 2008).                                                              |
| 33                    | Excerpts from Plaintiffs' Exhibit 279 (Excerpts from Merrill Lynch & Co., Inc. 2008 Annual Report on Form 10-K, filed February 24, 2009).                                                           |
| 34                    | Plaintiffs' Exhibit 351 (BAC-ML-NYAG00799879).                                                                                                                                                      |
| 35                    | Plaintiffs' Exhibit 272 (BAC-ML-NYAG00867191-192).                                                                                                                                                  |
| 36                    | Plaintiffs' Exhibit 613 (BAC-ML-NYAG70031827).                                                                                                                                                      |
| 37                    | Plaintiffs' Exhibit 317 (BAC-ML-NYAG00867185-187).                                                                                                                                                  |
| 38                    | Plaintiffs' Exhibit 314 (BAC-ML-NYAG10034288).                                                                                                                                                      |
| 39                    | Excerpts from Bank of America Corp. Pricing Supplement No. 62 (to Prospectus dated May 5, 2006 and Prospectus Supplement dated April 10, 2008), filed December 1, 2008 (BAC-ML-NYAG70142657, -702). |
| 40                    | Plaintiffs' Exhibit 177 (BAC-ML-NYAG10007939-941).                                                                                                                                                  |
| 41                    | Plaintiffs' Exhibit 13 (BAC-ML-NYAG00899138-139).                                                                                                                                                   |
| 42                    | Plaintiffs' Exhibit 282 (BAC-ML-NYAG00898594).                                                                                                                                                      |
| 43                    | Plaintiffs' Exhibit 566 (BAC-ML-NYAG10016111-116).                                                                                                                                                  |
| 44                    | Plaintiffs' Exhibit 11 (BAC-ML-NYAG10006600-613).                                                                                                                                                   |
| 45                    | Plaintiffs' Exhibit 567 (BAC-ML-NYAG 80003755-795).                                                                                                                                                 |
| 46                    | Bank of America Corp. Press Release, dated December 5, 2008 (BofA Securities Lit. FITCH00000256-263).                                                                                               |

| <b><u>Exhibit</u></b> | <b><u>Description</u></b>                                                                                                                      |
|-----------------------|------------------------------------------------------------------------------------------------------------------------------------------------|
| 47                    | Plaintiffs' Exhibit 75 (BAC-502-WLRK 00000925-992).                                                                                            |
| 48                    | Excerpts from Deposition Transcript of Timothy Mayopoulos, dated March 30, 2012.                                                               |
| 49                    | Excerpts from Plaintiffs' Exhibit 96 (Congressional Testimony of Timothy Mayopoulos, dated November 17, 2009).                                 |
| 50                    | Excerpts from Deposition Transcript of Nicholas Demmo, dated March 5, 2012.                                                                    |
| 51                    | Plaintiffs' Exhibit 388 (BAC-502-WLRK 00001412-416).                                                                                           |
| 52                    | Excerpts from Deposition Transcript of Eric M. Roth, dated February 16, 2012.                                                                  |
| 53                    | Excerpts from Deposition Transcript of Garrett Moritz, dated March 16, 2012.                                                                   |
| 54                    | Plaintiffs' Exhibit 599 (BAC-ML-NYAG-502-00001116-117).                                                                                        |
| 55                    | Plaintiffs' Exhibit 121 (BAC-502-WLRK 00005297-455).                                                                                           |
| 56                    | Plaintiffs' Exhibit 276 (WLRKa00000771-844).                                                                                                   |
| 57                    | Excerpts from Bank of America Corp. 2008 Annual Report on Form 10-K, filed February 27, 2009 (BofA Securities Lit. FITCH00000765, -788, -790). |
| 58                    | Plaintiffs' Exhibit 438 (BOG-BAC-ML-COGR000172-176).                                                                                           |
| 59                    | Plaintiffs' Exhibit 104 (BAC-ML-NYAG-502-00000938-939).                                                                                        |
| 60                    | Plaintiffs' Exhibit 447 (BOD-BAC-ML-COGR-00094-101).                                                                                           |
| 61                    | Bank of America Corp. Press Release filed on Form 8-K, dated January 16, 2009.                                                                 |
| 62                    | Transcript, "Breaking the Bank," PBS FRONTLINE, dated June 16, 2009.                                                                           |

I declare under penalty of perjury that the foregoing is true and correct.

Executed on this 3rd day of June, 2012 in New York, New York.

/s/ Steven B. Singer  
Steven B. Singer